

EXHIBIT BB

IN THE UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF ALABAMA
NORTHEASTERN DIVISION

NUCLEAR DEVELOPMENT, LLC,)
)
)
Plaintiff,)
) Civil Action
vs.) Case Number
)
TENNESSEE VALLEY AUTHORITY,) No.
) 5:180cv-01983
) -LCB
Defendant.)

VIDEO RECORD & ORAL DEPOSITION OF
Chris Chandler
Tuesday, October 29, 2019
2:26 p.m.
900 S. Gay Street
9th Floor
Knoxville, Tennessee 37902

Georgette H. Mitchell
Registered Professional Reporter
LCR-55 (TN)

<p style="text-align: right;">Page 2</p> <p>1 APPEARANCES OF COUNSEL: 2 ON BEHALF OF THE PLAINTIFF: 3 Caine O'Rear, III, Esq. 4 Hand Arendall Harrison Sale LLC 5 104 Saint Francis Street 6 Suite 300 7 Mobile, Alabama 36602 8 251.694.6308 9 Corear@handarendall.com 10 Larry D. Blust, Esq. 11 Hughes Socol Piers Resnick DYM LTD. 12 70 West Madison Street 13 Suite 4000 14 Chicago, Illinois 60602 15 312.604.2672 16 Lblust@hsplegal.com</p> <p>17 ON BEHALF OF THE DEFENDANT: 18 Matthew H. Lembke, Esq. 19 Bradley Arant Boulton Cummings LLP 20 One Federal Place 21 1819 Fifth Avenue North 22 Birmingham, Alabama 35203 23 205.521.8560 24 Mlembke@bradley.com</p> <p>25 Office of the General Counsel David D. Ayliffe, Esq. Tennessee Valley Authority 400 West Summit Hill Drive, WT6 Knoxville, Tennessee 37902 865.632.8964 Ddayliffe@tva.gov</p> <p>Also Present: Timothy Prairie, Videographer</p>	<p style="text-align: right;">Page 4</p> <p>1 S T I P U L A T I O N 2 3 The videotaped deposition of CHRISTOPHER 4 CHANDLER, called as a witness at the instance of the 5 Plaintiff, pursuant to all applicable rules, taken by 6 agreement on the 29th day of October, 2019, beginning 7 at approximately 2:26 p.m., at the law offices of 8 Woolf, McClane, Bright, Allen & Carpenter, 900 S. Gay 9 Street, Suite 900, Knoxville, Tennessee, before 10 Georgette H. Mitchell, Registered Professional Reporter 11 and Notary Public, pursuant to the stipulation of 12 counsel. 13 It being agreed that 14 Georgette H. Mitchell, Registered Professional Reporter 15 and Notary Public, may report the deposition in machine 16 shorthand, afterwards reducing the same to typewriting. 17 All objections, except as to the form of 18 the question, are reserved to on or before the hearing. 19 It being further agreed that all 20 formalities as to notice, caption, certificate, 21 transmission, etc., excluding the reading of the 22 completed deposition by the witness and the signature 23 of the witness, are reserved. 24 25</p>
<p style="text-align: right;">Page 3</p> <p>1 I N D E X 2 CHRISTOPHER CHANDLER 6 3 EXAMINATION BY MR. O'REAR 6 4 EXAMINATION BY MR. AYLIFFE 63 5 EXAMINATION BY MR. O'REAR 63 6 E X H I B I T S 7 Exhibit 22 - Previously marked - Bates No. 8 TVABLN00008648, Letter from Pillsbury. 17 9 Exhibit 7 - Previously marked - Bates No. 10 TVABLMN00001520 through 1523, e-mail from 11 Larry Blust to James Chardos with attachment 12 dated August 18, 2017. 21 13 Exhibit 33 - Bates No. TVABLN00005846, e-mail 14 from Christopher Chandler to Clifford Beach 15 and others dated August 30, 2017. 23 16 Exhibit 8 - Previously marked, Bates No. 17 TVABLN00000333, e-mail to Larry Blust and 18 others from Scott Vance dated August 31, 2017. 24 19 Exhibit 32 - Previously marked - Bates No. 20 TVABLN00009316 through 9328, handwritten and 21 typed notes. 29 22 Exhibit 10 - Previously marked - Bates No. 23 TVABLN00008330 through 8331. 31 24 Exhibit 11 - Previously marked - Bates No. 25 TVABLN00002045 through 2052. 32 Exhibit 14 - Previously marked TVABLN00005105 through 5108. 35 Exhibit 19 - Previously marked - Bates No. TVABLN00000043. 45</p>	<p style="text-align: right;">Page 5</p> <p>1 (The deposition began at 2:26 p.m.) 2 THE VIDEOGRAPHER: Okay. We're on the 3 record. The time is 2:26 on October 29th, 2016. 4 This is the video unit number one of the 5 video recorded deposition of Chris Chandler in the 6 matter of Nuclear Development, LLC versus 7 Tennessee Valley Authority filed in the United 8 States District Court for the Northern District of 9 Alabama, Northeastern Division. 10 This deposition is being held at the law 11 offices of Woolf, McClane at 900 South Gay Street, 12 Suite 900, Knoxville, Tennessee. 13 My name is Tim Prairie from Veritext 14 Legal. I'm the videographer. The court reporter 15 is Georgette Mitchell from Veritext Legal, and 16 I'll ask counsel to please identify themselves and 17 then the court reporter will swear in the witness. 18 MR. O'REAR: Caine O'Rear for plaintiff, 19 Nuclear Development. 20 MR. BLUST: Larry Blust for plaintiff, 21 Nuclear Development. 22 MR. AYLIFFE: David Ayliffe for 23 defendant, TVA. 24 MR. LEMBKE: Matt Lembke for defendant, 25 TVA.</p>

<p style="text-align: right;">Page 6</p> <p>1 CHRISTOPHER CHANDLER, 2 having first been duly sworn, was examined and deposed 3 as follows: 4 EXAMINATION BY MR. O'REAR: 5 Q. State your name, please. 6 A. Christopher Chandler. 7 Q. What's your residence address? 8 A. 609 Old Tavern Circle, Knoxville, 9 Tennessee. 10 Q. What's your business address? 11 A. 400 West Summit Hill Drive, Knoxville, 12 Tennessee. 13 Q. And that's the TVA headquarters? 14 A. Yes. 15 Q. You're with TVA currently -- 16 A. Yes. 17 Q. -- right? What's your position? 18 A. I'm the Associate General Counsel for 19 Nuclear in the Office of General Counsel. 20 Q. And how long have you been in that 21 position? 22 A. Just about two years. 23 Q. And were you with TVA before that? 24 A. Yes. 25 Q. And what was your position?</p>	<p style="text-align: right;">Page 8</p> <p>1 Q. Tell us who you reported to as your 2 superior in the years 2016, 2017, 2018? 3 A. Scott Vance in 2016. Scott Vance in 4 2017. Scott was the -- my predecessor as the Associate 5 General Counsel for nuclear. When he left I took over 6 his role, I reported to Sherry Quirk, the General 7 Counsel. 8 After, oh, it was about March of 2018, we 9 instituted a Deputy General Counsel. That was Kimberly 10 Bolton and I reported to her from March 2018, until 11 sometime earlier this year, I think June of this -- 12 June of 2019. 13 Q. Who do you currently report to? 14 A. Sherry Quirk. 15 Q. What happened to Kimberly Bolton? 16 A. She is now the Associate General Counsel 17 for the environmental group. 18 Q. All right. And what was the -- what was 19 the date you took over as head of the nuclear group 20 from Scott Vance? 21 A. I don't recall the exact date. It was in 22 October of 2017. 23 Q. Did he retire? 24 A. No, he left. He took another job. 25 Q. Outside of Tennessee?</p>
<p style="text-align: right;">Page 7</p> <p>1 A. I was an attorney in the Office of 2 General Counsel. 3 Q. Okay. And what was the difference in 4 your responsibilities now as opposed to then? 5 A. At the time I was an individual 6 contributor in the office working on nuclear matters 7 and now I manage the group. I have additional 8 responsibilities in interacting with management. 9 Q. When you were an attorney, not Associate 10 General Counsel, were -- were you in the nuclear office 11 of the legal department? 12 A. Yes. 13 Q. And how long have you been at TVA? 14 A. I came to TVA in 2009. It's been almost 15 exactly ten years. 16 Q. Okay. And so you moved to head of the 17 nuclear group two years ago, correct? 18 A. Correct. Yep. 19 Q. Were you in the same position from 2009, 20 until 2016 or '17? 21 A. No. For a period of about two years I 22 left the nuclear group and worked in the nonnuclear 23 power supply and transmission group. That was in 20 -- 24 June of 2012 to June of 2014, and then I returned to 25 the nuclear group.</p>	<p style="text-align: right;">Page 9</p> <p>1 A. Outside of Tennessee, yeah. 2 Q. Outside of TVA? 3 A. That's right. 4 Q. Tell us what your undergraduate and 5 professional education has been. 6 A. I have a law degree from American 7 University in Washington, DC, a master of engineering 8 management from Old Dominion University. I have a 9 bachelor's degree in history from Villanova University. 10 Q. Okay. When did you obtain your law 11 degree? 12 A. 2007. 13 Q. So was there a period of time between 14 graduation from law school and when you started with 15 TVA where you worked somewhere else? 16 A. Yes. 17 Q. Where was that? 18 A. I worked for the U.S. Nuclear Regulatory 19 Commission in Rockville, Maryland. 20 Q. Okay. What was your job there? 21 A. I was in the, what they call the honor 22 law graduate program. I worked in several different 23 groups in the Office of General Counsel. 24 I worked in the group that handles 25 current operator, excuse me, current reactor licensing.</p>

<p style="text-align: right;">Page 10</p> <p>1 I worked in their labor and employment group for a</p> <p>2 period of six to eight months, and I wrote adjudicatory</p> <p>3 opinions for the commission itself.</p> <p>4 Q. Are you currently licensed to practice</p> <p>5 law in any states?</p> <p>6 A. Yes.</p> <p>7 Q. What?</p> <p>8 A. New York.</p> <p>9 Q. So you remain a member of the New York</p> <p>10 bar, is that correct?</p> <p>11 A. Yes.</p> <p>12 Q. Are you a member of any other bars?</p> <p>13 A. No.</p> <p>14 Q. I want to focus on 2018, for a moment.</p> <p>15 Tell us what your duties were and your job at TVA?</p> <p>16 A. Well, as the Associate General Counsel</p> <p>17 for nuclear I'm responsible for managing a small group</p> <p>18 of attorneys. We deal primarily with issues affecting</p> <p>19 TVA's nuclear fleet. My primary internal client,</p> <p>20 notwithstanding that it's actually TVA, primarily</p> <p>21 interact with TVA's chief nuclear officer and make sure</p> <p>22 that he has access to the legal support he needs.</p> <p>23 We do a lot of work with employment</p> <p>24 matters, nuclear whistleblower matters, nuclear</p> <p>25 licensing, which is, you know, issues that arise on a</p>	<p style="text-align: right;">Page 12</p> <p>1 BY MR. O'REAR:</p> <p>2 Q. Do you work with the licensing department</p> <p>3 in your job function?</p> <p>4 A. Yes.</p> <p>5 Q. With the licensing group under the legal</p> <p>6 department?</p> <p>7 A. Yes.</p> <p>8 Q. Are you assigned to the licensing</p> <p>9 department as an attorney for them?</p> <p>10 MR. AYLIFFE: Object to the form. You</p> <p>11 can answer if you understand.</p> <p>12 THE WITNESS: I don't actually understand</p> <p>13 the question.</p> <p>14 BY MR. O'REAR:</p> <p>15 Q. Let me ask it this way. Does the</p> <p>16 licensing department have lawyers that are designated</p> <p>17 for that department?</p> <p>18 A. Not formally. We have a nuclear group</p> <p>19 within the office which would ordinarily be their</p> <p>20 primary point of contact within the Office of General</p> <p>21 Counsel.</p> <p>22 So from a licensing perspective, I don't</p> <p>23 think they have a point of contact other than what</p> <p>24 they're accustomed to.</p> <p>25 Q. Okay. Are there any lawyers in the</p>
<p style="text-align: right;">Page 11</p> <p>1 daily basis involving the nuclear plants and that</p> <p>2 requires some interfacing with the Nuclear Regulatory</p> <p>3 Commission.</p> <p>4 Q. Who was TVA's nuclear officer in 2018?</p> <p>5 A. Michael Balduzzi was the Chief Nuclear</p> <p>6 Officer who retired in late 2018, I don't know the</p> <p>7 exact date.</p> <p>8 Tim Rausch is the current Chief Nuclear</p> <p>9 Officer, and he came to TVA in October of 2018.</p> <p>10 Q. Did he come as Chief Nuclear Officer in</p> <p>11 October?</p> <p>12 A. Yes.</p> <p>13 Q. What was his name again?</p> <p>14 A. Tim Rausch.</p> <p>15 Q. R-a-u-c-h?</p> <p>16 A. R-a-u-s-c-h.</p> <p>17 Q. What is the role of the licensing</p> <p>18 department outside of the legal department with respect</p> <p>19 to nuclear at TVA?</p> <p>20 MR. AYLIFFE: Object to form. You can</p> <p>21 answer.</p> <p>22 THE WITNESS: The licensing department is</p> <p>23 responsible for a wide range of correspondence,</p> <p>24 maintaining documents associated with the licenses</p> <p>25 that the NRC issues for TVA's nuclear plants.</p>	<p style="text-align: right;">Page 13</p> <p>1 licensing department that report to Joe Shea?</p> <p>2 A. I'm aware that there's an employee there</p> <p>3 with a law degree, but he doesn't serve in a legal</p> <p>4 capacity for TVA.</p> <p>5 Q. Okay. Are there protocols which dictate</p> <p>6 what decisions you are allowed to make without</p> <p>7 obtaining approval of your superior, your supervisor</p> <p>8 which -- as Associate General Counsel for the nuclear</p> <p>9 group?</p> <p>10 MR. AYLIFFE: Object to the form, vague.</p> <p>11 You can answer.</p> <p>12 THE WITNESS: No.</p> <p>13 BY MR. O'REAR:</p> <p>14 Q. And you report to whom?</p> <p>15 A. Sherry Quirk.</p> <p>16 Q. And how long have you reported to her?</p> <p>17 A. With -- since October of 2017, when I</p> <p>18 took over this position, with the exception of a period</p> <p>19 of about 14 to 15 months when I reported to Kimberly</p> <p>20 Bolton.</p> <p>21 Q. Okay. Who is David Czufin, C-z-u-f-i-n?</p> <p>22 A. David Czufin is the Senior Vice president</p> <p>23 of Engineering and Operations Support within TVA</p> <p>24 Nuclear.</p> <p>25 Q. And when you say TVA Nuclear, that's a</p>

<p style="text-align: right;">Page 14</p> <p>1 separate department of TVA not within the legal 2 department, correct? 3 A. That's right. 4 Q. So give me, so I don't butcher the 5 nomenclature, I mean, what's your group? Is it called 6 a group or an office or division within the legal 7 department? 8 A. We typically refer to it as a group. 9 Q. As a group. Okay. And so nuclear 10 outside of the legal department would be a department, 11 is that correct? 12 A. It would be an SBU, a Strategic Business 13 Unit. 14 Q. Okay. And would that be like the 15 environmental group or -- 16 A. Not necessarily. Not necessarily. TVA 17 Nuclear is one of the larger subcomponents of TVA. 18 Q. How many nuclear facilities does TVA 19 have? 20 A. TVA has three reactor sites that contain 21 among them seven operating units. In addition, there 22 are several radiological laboratories. 23 There's a central laboratory. There's 24 western area radiological laboratory, and then there's 25 the corporate office in Chattanooga.</p>	<p style="text-align: right;">Page 16</p> <p>1 A. To my knowledge, Jim Chardos. 2 Q. Did Jim Chardos deal with Tim Matthews 3 regarding issues that related to nuclear licensing? 4 A. I don't know. 5 Q. Did you? 6 A. I dealt with Tim Matthews with respect to 7 one issue. 8 Q. And that was what? 9 A. That was the request for a consent letter 10 that TVA would send to the NRC in connection with 11 Nuclear Development's license transfer application. 12 Q. Was that your first connection or 13 communication with Tim Matthews -- 14 A. Yes. 15 Q. -- regarding this matter? Okay. 16 And when was that, do you remember? 17 Sometime in October of 2018? 18 A. It was October of 2018. 19 Q. Were you the person at TVA that engaged 20 the Pillsbury firm to look at the issue that they 21 ultimately issued an opinion letter on? 22 A. Yes. 23 Q. And did you have a written engagement 24 letter with them? Did TVA have a written engagement 25 letter with them?</p>
<p style="text-align: right;">Page 15</p> <p>1 Q. How long had Scott Vance been with TVA 2 when he left, do you know? 3 A. No, I don't know. 4 Q. Are you the point person at or within the 5 legal department that deals with the Nuclear Regulatory 6 Commission? 7 A. Not necessarily. 8 Q. Okay. Who else deals with the Nuclear 9 Regulatory Commission? 10 A. Ryan Dreke works in my group. He's one 11 of my direct reports. He also interacts with the 12 Nuclear Regulatory Commission from time to time. 13 Q. Okay. Anyone else? 14 A. No. 15 Q. You're familiar with Tim Matthews? 16 A. Yes. 17 Q. Okay. And do you recognize that he has 18 been acting as outside counsel for licensing issues for 19 Nuclear Development, correct? 20 A. Yes. 21 Q. Have you been the person at TVA that has 22 primarily communicated with him regarding the 23 Bellefonte site? 24 A. No. 25 Q. Who has been?</p>	<p style="text-align: right;">Page 17</p> <p>1 A. I don't recall a -- an engagement letter 2 that was specific to that request. We don't ordinarily 3 enter into engagement letters with Pillsbury for work, 4 and I don't recall one for that letter either. 5 Q. Did that -- does that firm do work for 6 TVA on an ongoing basis? 7 A. Yes. 8 Q. And when did you request them to provide 9 opinion with respect to this issue of the transfer of 10 the construction permits? 11 MR. AYLIFFE: Objection, lacks 12 foundation, but you can answer. 13 THE WITNESS: We had several 14 conversations in the fall of 2018. I don't recall 15 exact dates. But it would have been in probably 16 the October, November timeframe. 17 (Exhibit 22 - Previously marked - Bates No. 18 TVABLN00008648, Letter from Pillsbury.) 19 BY MR. O'REAR: 20 Q. I'd ask you to look at Exhibit 22. Are 21 you familiar with that letter? 22 MR. AYLIFFE: Take your time. 23 THE WITNESS: Yes. 24 BY MR. O'REAR: 25 Q. Okay. And the letter is undated,</p>

5 (Pages 14 - 17)

<p style="text-align: right;">Page 18</p> <p>1 correct?</p> <p>2 A. I don't see a date.</p> <p>3 Q. When was the letter received by you?</p> <p>4 A. It was in November of 2018. I don't</p> <p>5 recall the exact date.</p> <p>6 Q. Well, if Mr. Beach said it was received</p> <p>7 on November 28, 2018, would you have any reason to</p> <p>8 doubt that?</p> <p>9 MR. AYLIFFE: Objection, lacks</p> <p>10 foundation. You can answer if you know.</p> <p>11 THE WITNESS: I don't -- I don't have any</p> <p>12 basis for knowing. It sounds right, but I don't</p> <p>13 know.</p> <p>14 BY MR. O'REAR:</p> <p>15 Q. Did you receive any drafts of this letter</p> <p>16 before it was received by you?</p> <p>17 A. Before the final was received by me?</p> <p>18 Q. Yes.</p> <p>19 A. I would suppose we did.</p> <p>20 Q. And your office would retain copies of</p> <p>21 those?</p> <p>22 A. Yes.</p> <p>23 Q. This letter starts off by saying, "Dear</p> <p>24 Christopher. As you requested."</p> <p>25 So this is signed by a lawyer by the name</p>	<p style="text-align: right;">Page 20</p> <p>1 Q. Anything else?</p> <p>2 A. None -- nothing that I can recall</p> <p>3 specifically, no.</p> <p>4 Q. So what you can recall is he was provided</p> <p>5 the construction permits and a copy of the contract</p> <p>6 with Nuclear Development?</p> <p>7 A. That's what I recall, yes.</p> <p>8 Q. Were you involved in any respect in the</p> <p>9 preparation of the contract that was ultimately entered</p> <p>10 into with Nuclear Development?</p> <p>11 A. No.</p> <p>12 Q. You weren't involved in the negotiations</p> <p>13 at all of the terms of that, is that correct?</p> <p>14 MR. AYLIFFE: Objection. Asked and</p> <p>15 answered. You can answer again.</p> <p>16 THE WITNESS: Yes, that's correct.</p> <p>17 BY MR. AYLIFFE:</p> <p>18 Q. And you had no -- no communication with</p> <p>19 Concentric Energy Advisors regarding the contract, is</p> <p>20 that correct?</p> <p>21 A. That is correct.</p> <p>22 Q. Would it be correct to say that you made</p> <p>23 no decisions or had no input into any decisions</p> <p>24 regarding the terms of the contract?</p> <p>25 MR. AYLIFFE: Objection. Asked and</p>
<p style="text-align: right;">Page 19</p> <p>1 of Michael Lepre, is that correct?</p> <p>2 A. Yes, it says Michael Lepre and it has his</p> <p>3 signature.</p> <p>4 Q. Yeah. And did you deal directly with</p> <p>5 Michael Lepre --</p> <p>6 A. Yes.</p> <p>7 Q. -- with respect to this matter?</p> <p>8 It says that in the third paragraph of</p> <p>9 this letter, "This letter speaks only as of the date</p> <p>10 hereof and is based on information provided to us by</p> <p>11 TVA."</p> <p>12 Do you see that?</p> <p>13 A. Yes.</p> <p>14 Q. And were you the person at TVA who</p> <p>15 provided information to the Pillsbury firm with respect</p> <p>16 to this letter?</p> <p>17 A. Yes.</p> <p>18 Q. Okay. Can you tell me what information</p> <p>19 you provided?</p> <p>20 A. I provided him with some documents,</p> <p>21 copies of TVA's construction permits.</p> <p>22 Q. Okay. Anything else?</p> <p>23 A. I don't recall anything else. Well, I</p> <p>24 would have given him a copy of the purchase and sale</p> <p>25 agreement.</p>	<p style="text-align: right;">Page 21</p> <p>1 answered. You can answer it again.</p> <p>2 THE WITNESS: I had no input into the</p> <p>3 terms of the contract.</p> <p>4 BY MR. O'REAR:</p> <p>5 Q. Were you aware that in August of 2017,</p> <p>6 that Nuclear Development requested TVA to send a letter</p> <p>7 to the NRC relating to a request for extension of the</p> <p>8 completion date of the unit two construction permit?</p> <p>9 A. Yes.</p> <p>10 Q. And were you involved in handling that</p> <p>11 request?</p> <p>12 A. I was involved in reviewing and</p> <p>13 commenting on the draft of the letter. I did not have</p> <p>14 any involvement in interacting with the request or any</p> <p>15 decisionmaking around the request.</p> <p>16 (Exhibit 7 - Previously marked - Bates No.</p> <p>17 TVABLMN00001520 through 1523, e-mail from Larry</p> <p>18 Blust to James Chardos with attachment, dated</p> <p>19 August 18, 2017.)</p> <p>20 BY MR. O'REAR:</p> <p>21 Q. Okay. And when you say you were involved</p> <p>22 with the drafting of the letter, tell me what that</p> <p>23 means?</p> <p>24 Pardon me. And just to get specific,</p> <p>25 let's look at the exhibit, which is Exhibit 7 I'm</p>

<p style="text-align: right;">Page 22</p> <p>1 handing you.</p> <p>2 To make sure we're talking about the same</p> <p>3 thing, is that the request to the letter that you are</p> <p>4 referring to?</p> <p>5 A. It appears to be. It's been -- it's been</p> <p>6 over two years. I don't recall a lot of the</p> <p>7 particulars of the letter, but this looks familiar.</p> <p>8 Q. And tell me what your role was again with</p> <p>9 respect to this letter.</p> <p>10 A. To the best of my recollection, I was</p> <p>11 given a copy of the letter by my supervisor, I think it</p> <p>12 was my supervisor, which it would have been Scott Vance</p> <p>13 and asked to --</p> <p>14 MR. AYLIFFE: Don't. So I'm going to</p> <p>15 instruct you not to answer to the extent it</p> <p>16 involves any attorney/client privileged</p> <p>17 information.</p> <p>18 To the extent you can answer his question</p> <p>19 without getting into information protected by the</p> <p>20 attorney/client privilege, I'll allow you to</p> <p>21 answer the question.</p> <p>22 THE WITNESS: I was assigned a task of</p> <p>23 reviewing the text of the letter and working with</p> <p>24 our corporate, the nuclear licensing department on</p> <p>25 the letter.</p>	<p style="text-align: right;">Page 24</p> <p>1 A. Yes, I see that.</p> <p>2 Q. And so, who was working on this -- this</p> <p>3 request, the persons that are copied on this e-mail?</p> <p>4 MR. AYLIFFE: Object to the form. Lacks</p> <p>5 foundation, but you can answer.</p> <p>6 THE WITNESS: Well, Scott says he had a</p> <p>7 conversation with Morgan Lewis and he's</p> <p>8 interacting with Larry Blust, so he was doing some</p> <p>9 work on it.</p> <p>10 All I can say for certain is I recall him</p> <p>11 asking me to work on the letter itself, the actual</p> <p>12 content of the letter.</p> <p>13 (Exhibit 8 - Previously marked, Bates No.</p> <p>14 TVABLN00000333, e-mail to Larry Blust and others</p> <p>15 from Scott Vance dated August 31, 2017.)</p> <p>16 BY MR. O'REAR:</p> <p>17 Q. I'll show you what's been marked as</p> <p>18 Exhibit 8. Can you identify that as an e-mail from</p> <p>19 Scott Vance to Larry Blust dated August 31, 2017, with</p> <p>20 a copy to you and others that responds to the request</p> <p>21 for a subsequent extension letter?</p> <p>22 A. Yes.</p> <p>23 Q. And Mr. Vance says in the first line of</p> <p>24 that e-mail, "TVA will not send a subsequent extension</p> <p>25 letter as requested."</p>
<p style="text-align: right;">Page 23</p> <p>1 BY MR. O'REAR:</p> <p>2 Q. Okay. But you said earlier you were not</p> <p>3 involved in any decisionmaking regarding a response to</p> <p>4 the letter request, is that correct?</p> <p>5 A. Yes.</p> <p>6 (Exhibit 33 - Bates No. TVABLN00005846, e-mail</p> <p>7 from Christopher Chandler to Clifford Beach and</p> <p>8 others dated August 30, 2017.)</p> <p>9 BY MR. O'REAR:</p> <p>10 Q. You got it. This is new.</p> <p>11 Can you identify Exhibit 33 as an e-mail</p> <p>12 from you to Cliff Beach that attached beneath it an</p> <p>13 e-mail chain?</p> <p>14 A. I see Exhibit 33 at the top of the very</p> <p>15 first page from Christopher Chandler to Cliff Beach,</p> <p>16 Jack H. McCall, yes.</p> <p>17 Q. Then if you would look on the second page</p> <p>18 of the exhibit, there's an e-mail from Scott Vance to</p> <p>19 Larry Blust and you're copied on it dated August 29,</p> <p>20 2017, which says, "Our office is working on this. We</p> <p>21 discussed this with Morgan Lewis this afternoon.</p> <p>22 Please give us a day to finalize an approach. I'm</p> <p>23 confident we will accomplish what everyone desires in</p> <p>24 this regard."</p> <p>25 Do you see that?</p>	<p style="text-align: right;">Page 25</p> <p>1 Do you see that?</p> <p>2 A. Yes, I see that.</p> <p>3 Q. In the second sentence it says, "If you</p> <p>4 have any questions or concerns about this decision,</p> <p>5 please raise them above my level."</p> <p>6 Do you see that?</p> <p>7 A. Yes.</p> <p>8 Q. What was he referring to there?</p> <p>9 A. I don't know.</p> <p>10 MR. AYLIFFE: Objection, lacks</p> <p>11 foundation, but go ahead.</p> <p>12 THE WITNESS: I don't -- I don't know.</p> <p>13 BY MR. O'REAR:</p> <p>14 Q. Does that tell you anything about who may</p> <p>15 have made the decision to reject this request?</p> <p>16 MR. AYLIFFE: Objection.</p> <p>17 Mischaracterizes the statement and lacks</p> <p>18 foundation, but go ahead and answer if you can.</p> <p>19 THE WITNESS: I would assume it was not</p> <p>20 Scott Vance.</p> <p>21 BY MR. O'REAR:</p> <p>22 Q. Do you know who made the decision to</p> <p>23 reject the request?</p> <p>24 A. I do not.</p> <p>25 Q. And again, you weren't involved in that,</p>

7 (Pages 22 - 25)

<p style="text-align: right;">Page 26</p> <p>1 correct?</p> <p>2 A. That's correct.</p> <p>3 Q. Do you know why the request was denied?</p> <p>4 MR. AYLIFFE: Objection to the form.</p> <p>5 Asked and answered.</p> <p>6 THE WITNESS: No, I don't.</p> <p>7 BY MR. O'REAR:</p> <p>8 Q. Do you recall that there was a NRC public</p> <p>9 meeting on the issue of the construction permit</p> <p>10 transfers at Bellefonte in mid August of 2018?</p> <p>11 A. Yes.</p> <p>12 Q. And were you monitoring that meeting of</p> <p>13 NRC's activities related to that meeting?</p> <p>14 MR. AYLIFFE: Object to the form, but you</p> <p>15 can answer if you understand the question.</p> <p>16 THE WITNESS: I was aware of the meeting.</p> <p>17 I knew that it was scheduled and I was interested</p> <p>18 in the results.</p> <p>19 BY MR. O'REAR:</p> <p>20 Q. Okay. And when you received notice, you</p> <p>21 received advance notice of the meeting obviously?</p> <p>22 A. Yes.</p> <p>23 Q. The public notice by the NRC, correct?</p> <p>24 A. Yes, I was notified by somebody</p> <p>25 internally, but, yes.</p>	<p style="text-align: right;">Page 28</p> <p>1 BY MR. O'REAR:</p> <p>2 Q. Well, we're talking about a privilege</p> <p>3 log. I have written on my copy of it, but it says</p> <p>4 simply what I just described to you.</p> <p>5 A. Could you read it to me again, sir?</p> <p>6 Q. Sure. It says it's a document dated</p> <p>7 July 25th, 2018. That it is a physical paper, and that</p> <p>8 it is described as handwritten notes on communications</p> <p>9 with counsel regarding Nuclear Development's upcoming</p> <p>10 meeting with NRC."</p> <p>11 A. Communications with counsel regarding</p> <p>12 upcoming meeting?</p> <p>13 Q. That's what it says.</p> <p>14 MR. AYLIFFE: There's not a question.</p> <p>15 There's not a question.</p> <p>16 BY MR. O'REAR:</p> <p>17 Q. Well, I have a pending question, that is</p> <p>18 do you know who you had communications with regarding</p> <p>19 this entry?</p> <p>20 MR. AYLIFFE: Object to the form. Asked</p> <p>21 and answered. Lacks foundation because it hasn't</p> <p>22 been established that he had any communication</p> <p>23 regarding that entry or that he's ever seen that</p> <p>24 entry, but...</p> <p>25 THE WITNESS: What I recall is around</p>
<p style="text-align: right;">Page 27</p> <p>1 Q. There's an entry on the TVA's privilege</p> <p>2 log of July 25th, 2018, where you are identified as the</p> <p>3 associate -- associated legal personnel, said you made</p> <p>4 handwritten notes on communications with counsel</p> <p>5 regarding Nuclear Development's upcoming meeting with</p> <p>6 the NRC.</p> <p>7 MR. AYLIFFE: There's no question.</p> <p>8 BY MR. O'REAR:</p> <p>9 Q. Can you tell us if the upcoming meeting</p> <p>10 with the NRC referred to in that description was the</p> <p>11 public meeting scheduled in mid August of 2018?</p> <p>12 MR. AYLIFFE: Object to the form and</p> <p>13 lacks foundation. You have not shown him the</p> <p>14 privilege log entry or even the e-mail, whether it</p> <p>15 was redacted or withheld in its entirety, but go</p> <p>16 ahead and answer the question if you can recall.</p> <p>17 THE WITNESS: I don't recall that, no.</p> <p>18 BY MR. O'REAR:</p> <p>19 Q. So if you did make handwritten notes, do</p> <p>20 you know who your communications were with?</p> <p>21 MR. AYLIFFE: Objection. Calls -- calls</p> <p>22 for speculation. It's a hypothetical.</p> <p>23 THE WITNESS: I don't know that -- I'd</p> <p>24 have to see. I'd have to have something to look</p> <p>25 at. I don't know what you're talking about.</p>	<p style="text-align: right;">Page 29</p> <p>1 that time we had some internal discussions about</p> <p>2 the upcoming meeting.</p> <p>3 BY MR. O'REAR:</p> <p>4 Q. And would it have been the public meeting</p> <p>5 that we just described, the NRC public meeting?</p> <p>6 MR. AYLIFFE: I'm going to -- I'm going</p> <p>7 to instruct you not to answer the question to the</p> <p>8 extent it calls for information protected by the</p> <p>9 attorney/client privilege.</p> <p>10 However, to the extent you can answer</p> <p>11 that question without divulging attorney/client</p> <p>12 privilege protected information, you can do so.</p> <p>13 THE WITNESS: The only meeting -- the</p> <p>14 date was July 25th, is that right?</p> <p>15 BY MR. O'REAR:</p> <p>16 Q. Of this document?</p> <p>17 A. Of that document?</p> <p>18 Q. Yes.</p> <p>19 A. The only meeting at that time that would</p> <p>20 have been upcoming that I'm aware of would have been</p> <p>21 the August 2018 public meeting.</p> <p>22 (Exhibit 32 - Previously marked - Bates No.</p> <p>23 TVABLN00009316 through 9328, handwritten and</p> <p>24 typed notes.)</p> <p>25 BY MR. O'REAR:</p>

<p style="text-align: right;">Page 30</p> <p>1 Q. And we had previously marked in Miss 2 Quirk's deposition Exhibit 32. 3 Do you recognize those notes? 4 A. No. No. 5 Q. Those aren't your notes? 6 A. These are not my notes. 7 Q. What about the last two pages of the 8 document? Are those typed notes of yours? 9 A. No. No. 10 Q. If you'd look at the top of that page, 11 which is page Bates numbered 9327, it says, "A review 12 was performed of Nuclear Development, LLC letter to the 13 NRC dated November 13, 2018." 14 Do you see that? 15 A. Yes. 16 Q. Does that tell you that the letter was 17 the Nuclear Development application for approval of the 18 transfer of the construction permits? 19 MR. AYLIFFE: Object to the form. The 20 question lacks foundation, the line of questioning 21 related to these last two pages of exhibit -- 22 BY MR. O'REAR: 23 Q. Let me ask you this, were you involved -- 24 MR. AYLIFFE: -- 32. 25 BY MR. O'REAR:</p>	<p style="text-align: right;">Page 32</p> <p>1 (Exhibit 11 - Previously marked - Bates No. 2 TVABLN00002045 through 2052.) 3 BY MR. O'REAR: 4 Q. I'd ask you to look at Exhibit 14, excuse 5 me 11, excuse me, and ask if you've ever seen that 6 before? 7 A. Yes. 8 Q. Did you receive this document in 9 conjunction with your duties as head of the nuclear 10 group within the legal department? 11 A. Yes. 12 Q. You did not personally attend this 13 meeting, is that correct? 14 A. Yes. 15 MR. AYLIFFE: Yes, you did not attend the 16 meeting? 17 THE WITNESS: Yes, I did not attend the 18 meeting. Yes, that's correct. 19 BY MR. O'REAR: 20 Q. When did you receive this document that 21 summarizes the meeting from the NRC? 22 A. I don't recall exactly. My recollection 23 is I obtained a copy of this myself by downloading it 24 from the NRC's public document website. So it would 25 have been after September 4th.</p>
<p style="text-align: right;">Page 31</p> <p>1 Q. -- in a review of the Nuclear Development 2 letter to the NRC dated November 13, 2018? 3 A. No. 4 Q. Okay. Do you know whose notes these are? 5 A. I do not know. 6 (Exhibit 10 - Previously marked - Bates No. 7 TVABLN00008330 through 8331.) 8 BY MR. O'REAR: 9 Q. I direct your attention to Exhibit 10 10 which was previously marked in Mr. Johnson's 11 deposition. 12 Did you receive a copy of this e-mail? 13 A. I don't think so. 14 Q. Well, I know your name is not shown on 15 it. I'm just asking if you received it otherwise. 16 A. I don't -- I don't think so. I don't 17 recall having seen this before. 18 Q. Did you receive any report from Russ Bell 19 of the Nuclear Energy Institute regarding the 20 August 14, 2018, NRC public meeting? 21 A. Not to my knowledge. 22 Q. Have you ever to this date, seen a 23 text -- seen the text, Mr. Bell's comments that are 24 reflected on the first and second page of this exhibit? 25 A. I don't think so, no.</p>	<p style="text-align: right;">Page 33</p> <p>1 Q. Would it have been shortly after 2 September 4, 2018? 3 MR. AYLIFFE: Object to the form. You 4 can answer. 5 THE WITNESS: I don't recall. 6 BY MR. O'REAR: 7 Q. Well, was it close to the time of the 8 meeting or was it weeks and months later? 9 MR. AYLIFFE: Object to the form. You 10 can answer. 11 THE WITNESS: It would have been sometime 12 in the month of September. 13 BY MR. O'REAR: 14 Q. And did you review the letter when you 15 downloaded it? Did you read it? 16 A. You mean, reviewed this document? 17 Q. Yes. 18 A. Yes. 19 Q. All right. Did it cause you any concern 20 in terms of the planned closing of the sale of 21 Bellefonte in November of 2018? 22 MR. AYLIFFE: Object to the form, vague 23 and to the extent -- to the extent answering that 24 question requires you to divulge attorney/client 25 privileged information, instruct you not to do so.</p>

<p style="text-align: right;">Page 34</p> <p>1 But to the extent you can answer without 2 revealing attorney/client privileged information, 3 you may. 4 THE WITNESS: I can't answer that without 5 divulging attorney/client privileged information. 6 BY MR. O'REAR: 7 Q. When you read this, did you interpret 8 this to mean that Nuclear Development planned to close 9 on the purchase of Bellefonte in November 2018, and to 10 complete the detail schedules in December of 2018? 11 MR. AYLIFFE: Object to the form. Lacks 12 foundation, requires speculation, but... 13 THE WITNESS: I don't recall. 14 MR. AYLIFFE: Same instruction on 15 privilege. 16 THE WITNESS: I don't recall thinking 17 that, what you just stated. 18 BY MR. O'REAR: 19 Q. Do you recall reading it at the time? 20 MR. AYLIFFE: The text of Exhibit 11? 21 THE WITNESS: Yeah, the text of 22 Exhibit 11, I recall reading this at the time and 23 what I see here is three bullet points at the 24 bottom that state, excuse me, the bottom of page 25 two, that state in D, "plans to close on the</p>	<p style="text-align: right;">Page 36</p> <p>1 Q. And then the third e-mail on the second 2 page is an e-mail from Tim Matthews to you of the same 3 date, which says, "We previously discussed the 4 possibility of TVA submitting a letter to the NRC 5 consenting to the plant sale and a CP transfer 6 consistent with 50.80 B 2, rather than TVA submitting a 7 CP transfer application on behalf of Nuclear 8 Development." 9 Correct? Did I read that correctly? 10 A. Yes. 11 Q. "I've prepared a draft of that consent 12 letter for your consideration." 13 So tell me if you recall what your 14 previous discussion was with Tim Matthews regarding 15 this? 16 A. Tim Matthews and I had a phone call that 17 he initiated. I don't recall the exact date. I think 18 it may have been on October 18th or at the -- at the 19 most, a day or two prior. 20 My recollection is that it was on the 21 18th, and we discussed -- he had called me to talk 22 about this concept, the -- this letter to the NRC 23 consenting to the plant sale and transfer. 24 I had told him he should send the draft 25 over, we would look at it. I told him that -- he told</p>
<p style="text-align: right;">Page 35</p> <p>1 Bellefonte purchase in November of 2018, and the 2 plan to complete detail scheduled -- schedules in 3 December of 2018, and the estimated that licensing 4 activities will start in 2019." 5 BY MR. O'REAR: 6 Q. What did you understand the reference to 7 "complete detail schedules" to mean? 8 MR. AYLIFFE: Object to the form of the 9 question. Speculation. Lacks foundation. 10 THE WITNESS: It was not clear to me. I 11 didn't participate in the meeting, so -- so I 12 don't know. 13 (Exhibit 14 - Previously marked TVABLN00005105 14 through 5108, e-mail from Chris Chandler to Tim 15 Matthews dated October 18, 2018.) 16 BY MR. O'REAR: 17 Q. Directing your attention to Exhibit 14, 18 can you identify this as an e-mail you received from 19 Tim Matthews on behalf of Nuclear Development, excuse 20 me, an e-mail at the top that you sent Tim Matthews on 21 October 18, 2018, copied to Joe Shea? 22 A. Yes. 23 Q. And beneath it is the e-mail from Tim 24 Matthews to you of the same date, correct? 25 A. Yes.</p>	<p style="text-align: right;">Page 37</p> <p>1 me that he didn't -- he didn't need it at the time, but 2 he wanted to send it over so that we'd have it to look 3 at, and I told him that we would need -- if they were 4 going to ask us to formally submit it, we would need 5 several weeks in order to, you know, actually review 6 it, and put it into our internal concurrence process, 7 which can be time consuming. 8 He agreed, and he sent over a copy of the 9 letter afterwards. 10 Q. Was it your understanding that he 11 contemplated that this letter would be submitted at the 12 closing of the sale of Bellefonte? 13 MR. AYLIFFE: Object to the form. 14 Requires speculation. You can answer if he 15 communicated an understanding to you. 16 THE WITNESS: No, he told me that he 17 didn't know what else to do with it at the time 18 and so he was sending it over so we would have it 19 to look at. He didn't give me any timing on that 20 phone call or in this e-mail. 21 BY MR. O'REAR: 22 Q. If you would look at the letter itself on 23 the last page in the last sentence it says, 24 "Accordingly, pursuant to 10 CFR 50.80 B 2, the 25 Tennessee Valley Authority respectfully submits this</p>

<p style="text-align: right;">Page 38</p> <p>1 notice. That upon closing of the transaction, TVA 2 consents to the requested transfer of the two 3 construction permits." 4 So was it your understanding that he was 5 requesting what is stated in this letter? 6 MR. AYLIFFE: Object to the form. Asked 7 and answered, but... 8 THE WITNESS: No, that was not my 9 understanding. He sent us a draft of the letter. 10 I told him we'd review the language and he told me 11 he didn't need it in any particular time. 12 BY MR. O'REAR: 13 Q. Okay. So you did not have an 14 understanding that it would be needed at least prior to 15 the closing of the transaction? 16 A. No. 17 MR. AYLIFFE: Object to the form. You 18 can answer. 19 THE WITNESS: No. 20 BY MR. O'REAR: 21 Q. At this point in time Nuclear Development 22 had not applied for a transfer of the construction 23 permits with the NRC, is that correct? 24 MR. AYLIFFE: At which point, October 25 18th?</p>	<p style="text-align: right;">Page 40</p> <p>1 A. We did discuss the status of the license 2 transfer application, that it had not been submitted 3 yet. He told me that he wasn't very comfortable with 4 the arrangement that he was dealing, with and we talked 5 in general terms about the letter. He did not then 6 tell me that he needed it prior to closing. 7 Q. In that conversation did you say to Tim 8 Matthews that you expected TVA to submit that consent 9 letter to the NRC contemporaneously with Nuclear 10 Development's application for transfer of the permits? 11 A. No. 12 Q. You never said that? 13 A. No. 14 Q. In the conversation you said you don't 15 recall the dates, but in early November with Mr. 16 Matthews. 17 Did Mr. Matthews advise you that Nuclear 18 Development expected to close the transaction as then 19 scheduled on November 14, 2018? 20 MR. AYLIFFE: Object to the form, but you 21 can answer. 22 THE WITNESS: I don't recall him 23 discussing his expectations around closing. I 24 recall him describing his sensibilities about the 25 timing of the filing of the license transfer</p>
<p style="text-align: right;">Page 39</p> <p>1 MR. O'REAR: Right. 2 MR. AYLIFFE: 2018? 3 THE WITNESS: Yes, that's correct. 4 BY MR. O'REAR: 5 Q. And did you have any idea about whether 6 the NRC would be granting an approval of the transfer 7 of the construction permits prior to the closing if it 8 had not even been submitted as of October 18, 2018? 9 MR. AYLIFFE: Object to the form. Lacks 10 foundation. Requires speculation, but if you had 11 any idea, you're free to state it. 12 THE WITNESS: I didn't have any idea that 13 the NRC would approve a license transfer 14 application that had not been submitted prior to 15 November 30th. Well, whatever the closing date 16 was. November -- I guess it was November 13th or 17 14th at the time. 18 BY MR. O'REAR: 19 Q. Do you recall having a discussion with 20 Tim Matthews on November the 5th, 2018, about this 21 request as found in Exhibit 14? 22 A. I recall having a subsequent conversation 23 with Tim Matthews on the phone. I don't recall the 24 exact date. 25 Q. About this -- about this Exhibit 14?</p>	<p style="text-align: right;">Page 41</p> <p>1 application. 2 He did tell me that he wasn't involved in 3 the transactional side of the project, that he was 4 only working on the license transfer application. 5 BY MR. O'REAR: 6 Q. But did he express to you that they 7 expected to close the transaction on November 14, 2018? 8 A. I don't recall him saying that. 9 Q. In this conversation with Mr. Matthews, 10 did you express any objection to providing the consent 11 that he requested? 12 MR. AYLIFFE: Object to the form. Lacks 13 foundation, but... 14 THE WITNESS: No. No. 15 BY MR. O'REAR: 16 Q. Who at TVA was the first person to raise 17 the issue of whether the closing of the transaction 18 could go forward without prior approval by the NRC of 19 the transfer of the construction permits? 20 MR. AYLIFFE: Object to the form of the 21 question. Vague as to what raised the issue 22 means, but you can answer it, but to the extent 23 your answer will require you to divulge 24 information protected by the attorney/client 25 privilege, I instruct you not to answer.</p>

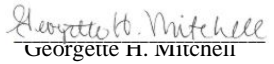
<p style="text-align: right;">Page 42</p> <p>1 However, to the extent you can answer</p> <p>2 without divulging such information, you may do so.</p> <p>3 THE WITNESS: To my knowledge, I was the</p> <p>4 -- I identified the concern about the text of the</p> <p>5 construction permits and the text of the Atomic</p> <p>6 Energy Act. I don't think I can say any more than</p> <p>7 that without violating attorney/client privilege.</p> <p>8 BY MR. O'REAR:</p> <p>9 Q. And when did you do that? When did you</p> <p>10 first identify those issues?</p> <p>11 A. It would have been sometime in the summer</p> <p>12 of 2018. I don't recall exactly when.</p> <p>13 Q. Are there documents that reflect when you</p> <p>14 first identified this issue?</p> <p>15 A. I don't know.</p> <p>16 Q. To your knowledge, when was Nuclear</p> <p>17 Development first advised by TVA that this was an issue</p> <p>18 for TVA?</p> <p>19 MR. AYLIFFE: Object to the form. You</p> <p>20 can answer.</p> <p>21 THE WITNESS: To my knowledge, it was</p> <p>22 sometime in the fall of 2018.</p> <p>23 BY MR. O'REAR:</p> <p>24 Q. Are you familiar with the letter</p> <p>25 submitted by or e-mail submitted by Cliff Beach to Mr.</p>	<p style="text-align: right;">Page 44</p> <p>1 them, I believe I was on that call. I believe I was.</p> <p>2 I don't recall specifically what the date was.</p> <p>3 Q. Did you make any notes of any of these</p> <p>4 conversations with Mr. Blust regarding this issue?</p> <p>5 A. If I was -- if I was on the call, I would</p> <p>6 have taken notes of the call.</p> <p>7 Q. Okay. Do you still have those notes?</p> <p>8 A. Yes.</p> <p>9 MR. O'REAR: Have those been produced, do</p> <p>10 you know?</p> <p>11 MR. AYLIFFE: They have not been and we</p> <p>12 just based on what little information we have</p> <p>13 about the notes at this point, what most likely I</p> <p>14 would suspect object on the grounds of</p> <p>15 attorney/client privilege and the work product</p> <p>16 doctrine and contain Mr. Chandler's mental</p> <p>17 impressions, and possibly also reflecting</p> <p>18 attorney/client privileged protected information,</p> <p>19 but they have not been produced.</p> <p>20 BY MR. O'REAR:</p> <p>21 Q. Did you ask Tim Matthews in November of</p> <p>22 2019 to provide you with a legal analysis of his</p> <p>23 position on this issue?</p> <p>24 A. In November of 2019?</p> <p>25 Q. Yes.</p>
<p style="text-align: right;">Page 43</p> <p>1 Blust on November the 9th, 2018?</p> <p>2 MR. AYLIFFE: Objection. Lacks</p> <p>3 foundation. Show it to him and you can ask him.</p> <p>4 BY MR. O'REAR:</p> <p>5 Q. Well, let me ask you this. Do you recall</p> <p>6 how TVA first advised Nuclear Development that this was</p> <p>7 an issue for TVA?</p> <p>8 A. To the best of my recollection, it was by</p> <p>9 telephone.</p> <p>10 Q. Okay. And who communicated that on</p> <p>11 behalf of TVA to someone at Nuclear Development?</p> <p>12 A. I don't recall for certain. It would</p> <p>13 have been either Sherry Quirk or Cliff Beach.</p> <p>14 Q. And you said sometime in the fall of</p> <p>15 2018, correct?</p> <p>16 A. Yeah. Yes.</p> <p>17 Q. But you weren't a party to that call or</p> <p>18 that communication, is that correct?</p> <p>19 A. I don't recall specifically. There was a</p> <p>20 -- there were a number of calls between our office and</p> <p>21 Mr. Blust in October and November 2018. I was on a</p> <p>22 number of them, and I couldn't recall any one of them</p> <p>23 with particularity.</p> <p>24 I don't -- I don't -- so if you're asking</p> <p>25 about the very first call we had where we notified</p>	<p style="text-align: right;">Page 45</p> <p>1 A. 2018.</p> <p>2 Q. 2018, sorry.</p> <p>3 A. Did I ask -- did I personally ask Tim</p> <p>4 Matthews?</p> <p>5 Q. Yes.</p> <p>6 A. No.</p> <p>7 Q. You did not?</p> <p>8 A. No.</p> <p>9 Q. Did he provide you with or did Mr. Blust</p> <p>10 provide you and Mr. Beach with an analysis that was</p> <p>11 provided by Mr. Matthews?</p> <p>12 A. Yes, I believe so.</p> <p>13 (Exhibit 19 - Previously marked - Bates No.</p> <p>14 TVABLN00000043 -- e-mail from Mr. Blust to Cliff</p> <p>15 Beach dated November 12, 2018.)</p> <p>16 BY MR. O'REAR:</p> <p>17 Q. Can you identify Exhibit 19 as an e-mail</p> <p>18 from Mr. Blust to Cliff Beach copied to you and Ms.</p> <p>19 Quirk dated November 12, 2018, that attaches a document</p> <p>20 captioned "regulatory path forward for transfer of the</p> <p>21 Bellefonte construction permits"?</p> <p>22 A. Yes.</p> <p>23 Q. And you did receive that, correct?</p> <p>24 A. Yes.</p> <p>25 Q. Did you provide any response to Mr. Blust</p>

<p style="text-align: right;">Page 46</p> <p>1 or to Mr. Matthews of the document captioned</p> <p>2 "regulatory path forward for transfer of Bellefonte</p> <p>3 construction permits"?</p> <p>4 A. No, I don't believe I provided a response</p> <p>5 to either of them.</p> <p>6 Q. And were you aware on November 13th, the</p> <p>7 day after this, that Nuclear Development filed an</p> <p>8 application with the NRC requesting approval of the</p> <p>9 transfer license permits?</p> <p>10 A. Yes.</p> <p>11 Q. And that application was received by TVA</p> <p>12 and circulated for review and comment among personnel</p> <p>13 at TVA, correct?</p> <p>14 A. Yeah.</p> <p>15 MR. AYLIFFE: Object to the form, but you</p> <p>16 may answer.</p> <p>17 THE WITNESS: Yes.</p> <p>18 BY MR. O'REAR:</p> <p>19 Q. Did you run into Mr. Matthews at a</p> <p>20 Nuclear Energy Institute meeting on that same day,</p> <p>21 November 13, 2018?</p> <p>22 A. Yes.</p> <p>23 Q. And did you and Mr. Matthews discuss this</p> <p>24 issue of Bellefonte that you've been communicating</p> <p>25 about?</p>	<p style="text-align: right;">Page 48</p> <p>1 be sending a consent letter that he had requested?</p> <p>2 A. Would you state the question again,</p> <p>3 please?</p> <p>4 Q. Did you express to him in that meeting</p> <p>5 that you were opposed to or that you objected to or</p> <p>6 that you would not be sending the consent letter that</p> <p>7 he had requested?</p> <p>8 A. No, I don't think we discussed the</p> <p>9 consent letter in that meeting.</p> <p>10 Q. So what did you discuss?</p> <p>11 A. We discussed the status of the license</p> <p>12 transfer application. He told me that it was going in</p> <p>13 later that day.</p> <p>14 Q. All right. So I had previously asked</p> <p>15 you, did you tell him at that meeting that you had no</p> <p>16 problem with sending the letter consenting to the sale</p> <p>17 of the Bellefonte property.</p> <p>18 And I think your response was "I don't</p> <p>19 recall saying it exactly that way."</p> <p>20 A. I don't remember exactly what my response</p> <p>21 was just now.</p> <p>22 Q. Okay.</p> <p>23 A. I don't recall discussing the consent</p> <p>24 letter with him in that meeting. If we did discuss the</p> <p>25 consent letter in that meeting, I don't believe I would</p>
<p style="text-align: right;">Page 47</p> <p>1 A. Yes.</p> <p>2 MR. AYLIFFE: Object to the form, vague,</p> <p>3 but you can answer.</p> <p>4 THE WITNESS: Yes, we discussed the</p> <p>5 license transfer application.</p> <p>6 BY MR. O'REAR:</p> <p>7 Q. Okay. Did you tell Mr. Matthews in that</p> <p>8 meeting with him on November 13, 2018, you had no</p> <p>9 problem with sending the letter consenting to the sale</p> <p>10 of the Bellefonte property?</p> <p>11 A. I don't recall saying it quite like that.</p> <p>12 Q. How did you say it?</p> <p>13 A. I don't recall exactly how I said it, but</p> <p>14 I would have told him that we were still willing to</p> <p>15 consider submitting the consent letter.</p> <p>16 Q. Did you tell him at that time you had</p> <p>17 every intention of sending the consent letter that he</p> <p>18 had requested?</p> <p>19 MR. AYLIFFE: Object to the form, but you</p> <p>20 can answer.</p> <p>21 THE WITNESS: No, I don't think I used</p> <p>22 that phrasing, no.</p> <p>23 BY MR. O'REAR:</p> <p>24 Q. Did you indicate to him in any respect</p> <p>25 that you would be opposed to, objected to or would not</p>	<p style="text-align: right;">Page 49</p> <p>1 have used the phrase "I have no problem doing it".</p> <p>2 What I would have said would have been something along</p> <p>3 the lines of we're still willing to consider it.</p> <p>4 Q. Did you and Mr. Matthews discuss in that</p> <p>5 meeting the question of whether the closing should be</p> <p>6 postponed or extended to allow for further discussion</p> <p>7 on this issue?</p> <p>8 A. Yes.</p> <p>9 Q. Okay. What did you say about that?</p> <p>10 A. Mr. Matthews expressed to me his view</p> <p>11 that the six-month extension that was requested by</p> <p>12 Nuclear Development was the best resolution for the</p> <p>13 parties to the contract. I told him I didn't have an</p> <p>14 opinion on it.</p> <p>15 Q. You didn't tell him you agreed with that?</p> <p>16 A. No.</p> <p>17 Q. Did you tell him that would be the</p> <p>18 preferable option?</p> <p>19 A. No.</p> <p>20 Q. Did you play any role in the decision not</p> <p>21 to grant the six-month extension?</p> <p>22 A. No.</p> <p>23 Q. Did you make any notes of your meeting</p> <p>24 with Tim Matthews on November 13, 2018?</p> <p>25 A. I don't know. I don't know. It was a</p>

<p style="text-align: right;">Page 50</p> <p>1 face-to-face meeting. 2 Q. Right. 3 A. Unlikely. 4 Q. I suppose you could have recorded notes 5 of the meeting or written them on a tablet afterwards? 6 I'm just -- I'm just asking. 7 MR. AYLIFFE: Object to the form. 8 THE WITNESS: I did not record the 9 meeting. I did not make an audio recording of the 10 meeting, and I don't recall making handwritten 11 notes afterwards. 12 BY MR. O'REAR: 13 Q. Okay. And I didn't mean to imply you 14 were recording the meeting. I meant to say that you 15 could have dictated notes of the meeting on a device or 16 written them out by hand. 17 So you don't recall anything like that? 18 MR. AYLIFFE: Object to form. You can 19 answer. 20 THE WITNESS: No, I don't recall anything 21 like that. 22 BY MR. O'REAR: 23 Q. You said you expressed to him that you 24 were still considering the consent letter as of 25 November 13, 2018?</p>	<p style="text-align: right;">Page 52</p> <p>1 Q. Did you participate in a conference call 2 on November 15, 2018, involving Sherry Quirk, Cliff 3 Beach, Nick McCall and yourself, where the four of you 4 called Mr. Blust on his cell phone? 5 A. As I stated previously, there were a lot 6 of phone calls in that period of several weeks. The 7 time and the membership sounds right, but I don't 8 remember the specifics. I recall a number of phone 9 calls with Mr. Blust involving a combination of people 10 in our office. 11 Q. And with respect to all of these phone 12 calls with Mr. Blust, would you have made notes of the 13 conversation? 14 A. Yes. 15 Q. Okay. Do you still have those notes? 16 A. Yes. 17 Q. Did you say to Mr. Blust in that call 18 that the Atomic Energy Act made it unlawful to transfer 19 a production facility except in conjunction with the 20 transfer of the construction permits? 21 MR. AYLIFFE: Object to the form, but you 22 can answer if you have a recollection. 23 THE WITNESS: I don't recall speaking 24 during most of those phone calls, so I don't 25 believe I made a statement like that.</p>
<p style="text-align: right;">Page 51</p> <p>1 MR. AYLIFFE: Object to the form. I 2 think that mischaracterizes the prior testimony, 3 but go ahead and answer. 4 BY MR. O'REAR: 5 Q. I think you said "I wouldn't be surprised 6 if I said something like we were still considering it". 7 Fair enough? 8 MR. AYLIFFE: Again, same objection, but 9 go ahead if you have a recollection. 10 THE WITNESS: Right. I don't recall that 11 we actually discussed it in that face-to-face 12 meeting. 13 BY MR. O'REAR: 14 Q. Did you receive instructions not to send 15 the consent letter from anyone at TVA? 16 MR. AYLIFFE: Object to the form, and I 17 would also instruct you not to answer the question 18 to the extent the answer would require you to 19 divulge information protected by the 20 attorney/client privilege, but if you can do so 21 without divulging such information, you may -- 22 THE WITNESS: No. 23 MR. AYLIFFE: -- answer the question. 24 THE WITNESS: The answer is no. 25 BY MR. O'REAR:</p>	<p style="text-align: right;">Page 53</p> <p>1 BY MR. O'REAR: 2 Q. Do you recall in that phone conversation 3 that Mr. Beach said that TVA had just discovered the 4 issue with the Atomic Energy Act? 5 A. I recall something similar to that, yes. 6 I don't recall the -- I don't recall the particulars, 7 but that would have been the gist of it. 8 Q. Do you recall Mr. Blust refuting that in 9 the phone call saying that the Atomic Energy Act did 10 not bar the closing because of the lack of transfer of 11 a construction permit? 12 A. I recall Mr. Blust -- 13 MR. AYLIFFE: Object to the form of the 14 question, but you can answer it. 15 THE WITNESS: In this entire -- 16 MR. AYLIFFE: Are you asking about the 17 Atomic Energy Act or the construction permits? 18 Your question asked about the Atomic Energy Act 19 and then you asked about Mr. Blust. 20 BY MR. O'REAR: 21 Q. The question was meant to be framed, did 22 you recall Mr. Blust refuting the statement made in the 23 call that the Atomic Energy Act barred the closing of 24 the transaction because of the failure to transfer the 25 construction permits prior to the closing?</p>

<p style="text-align: right;">Page 54</p> <p>1 A. I recall him saying, and it may have been 2 that call, it may have been a different call, that he 3 and his party had already looked at that issue, the 4 issue that we identified around the text of the Atomic 5 Energy Act. 6 I recall, and I don't remember if it was 7 the November 11th call or a different phone call, Mr. 8 Blust saying that yes, of course it would violate the 9 Atomic Energy Act, but it didn't matter because the 10 Atomic Energy Act didn't specify penalties for 11 violations of the Atomic Energy Act. 12 Q. Mr. Blust said it would the violate the 13 Atomic -- 14 A. Yes. 15 Q. -- Energy Act? 16 A. He said of course it would violate the 17 Atomic Energy Act. 18 Q. Did -- you said you didn't do much of the 19 talking on that call, is that correct? 20 A. Yes. 21 Q. Who did most of the talking for TVA? 22 A. It was either Sherry Quirk or Cliff Beach 23 on that call or any other call. 24 Q. Was there a discussion of the extension 25 of the closing date in that call?</p>	<p style="text-align: right;">Page 56</p> <p>1 that. I don't recall her saying that in any of 2 the calls. 3 I do recall her saying that Bill Johnson 4 was not inclined to grant the extension, but I 5 couldn't say which phone call that was on. 6 BY MR. O'REAR: 7 Q. Do you recall that you had a phone 8 conversation with Larry Blust four days later on 9 November 19, 2018, that involved Sherry Quirk, Cliff 10 Beach, and yourself and Mr. Blust? 11 A. Subject to the same qualification I've 12 given, you know, that sounds -- it sounds like 13 something that happened. I don't recall specifically. 14 Q. Do you recall that Sherry Quirk said in 15 that phone conversation that Bill Johnson had said that 16 both sides need to unwind the transaction? 17 MR. AYLIFFE: Object to the form, but you 18 can answer. 19 THE WITNESS: I don't remember her saying 20 that. 21 BY MR. O'REAR: 22 Q. Do you ever recall her saying something 23 attributed to Bill Johnson whereby he said both sides 24 need to unwind the transaction? 25 MR. AYLIFFE: Object to the form. You</p>
<p style="text-align: right;">Page 55</p> <p>1 A. On the November 11th -- no, excuse me, 2 November 15th call -- 3 Q. Yes. 4 A. -- I believe the closing date had already 5 been extended to November 30th. 6 Q. And that was an extension requested by 7 TVA, correct? 8 A. I think so. I don't recall. 9 Q. I'm referring to the request back on 10 August the 29th, 2018, to extend the closing date for 11 six months to May 14, 2019. 12 A. Okay. I don't know if that came up 13 particularly on the November 15th call. I know that 14 was one of the subjects we discussed on -- in that 15 series of phone calls. 16 Q. Do you recall Sherry Quirk stating in 17 that call that Bill Johnson was not inclined to grant 18 the six-month extension because of Nuclear 19 Development's efforts to get Memphis to leave TVA? 20 MR. AYLIFFE: Object to the form. Do you 21 mean the call on November 15th? 22 MR. O'REAR: Yes. 23 MR. AYLIFFE: You may answer if you 24 recall. 25 THE WITNESS: I don't recall her saying</p>	<p style="text-align: right;">Page 57</p> <p>1 can answer. 2 THE WITNESS: I don't recall that, no. 3 BY MR. O'REAR: 4 Q. Did you ever receive any instruction to 5 find a way to unwind the transaction? 6 MR. AYLIFFE: Object to the form, and I'm 7 going to instruct you not to answer to the extent 8 that your response to that answer -- in answering 9 requires you to divulge information protected by 10 the attorney/client privilege, and any 11 instructions you received in the context of your 12 employment at the General Counsel's Office at TVA, 13 but to the extent you can answer that question 14 without divulging attorney/client privileged 15 information, you can answer the question. 16 THE WITNESS: I don't recall that, no. 17 MR. AYLIFFE: Are we at a good time for a 18 break? 19 MR. O'REAR: I'm about finished. 20 MR. AYLIFFE: Okay. Fair. 21 BY MR. O'REAR: 22 Q. Are you -- are you currently monitoring 23 the Nuclear Development application for transfer of the 24 construction permits filed with the NRC? 25 MR. AYLIFFE: Object to the form. You</p>

<p style="text-align: right;">Page 58</p> <p>1 can answer.</p> <p>2 THE WITNESS: Yes.</p> <p>3 BY MR. O'REAR:</p> <p>4 Q. Has TVA taken any position with the NRC</p> <p>5 with respect to that application?</p> <p>6 A. No.</p> <p>7 Q. Has TVA made any comments to the NRC with</p> <p>8 respect to that application?</p> <p>9 MR. AYLIFFE: Object to the form. You</p> <p>10 may answer.</p> <p>11 THE WITNESS: Not to my knowledge.</p> <p>12 BY MR. O'REAR:</p> <p>13 Q. Prior to the scheduled closing date on</p> <p>14 November 30th, 2018, did you have any communications</p> <p>15 with the NRC regarding the issue of the transfer of the</p> <p>16 construction permits?</p> <p>17 A. Yes.</p> <p>18 Q. Tell us about that.</p> <p>19 A. I had a phone conversation with Brian</p> <p>20 Harris who was an acting manager in the NRC's Office of</p> <p>21 the General Counsel. We discussed the possibility of</p> <p>22 proceeding to closing in escrow.</p> <p>23 I asked him what the NRC's view of</p> <p>24 closing in escrow would be, whether it would be</p> <p>25 something they would have any objection to. He told me</p>	<p style="text-align: right;">Page 60</p> <p>1 foundation, but you can answer.</p> <p>2 THE WITNESS: No, he didn't say that. He</p> <p>3 said as I indicated, he expressed concern about</p> <p>4 TVA transferring any level of control over the</p> <p>5 plants, which as I said, naturally follows that he</p> <p>6 would be concerned about transferring total</p> <p>7 control over the plants, and he did tell us that</p> <p>8 NRC headquarters was watching the transaction and</p> <p>9 wondering what we were going to do.</p> <p>10 BY MR. O'REAR:</p> <p>11 Q. Okay. Did you have any further</p> <p>12 communications with him before the closing date of</p> <p>13 November 30, 2018?</p> <p>14 A. No.</p> <p>15 Q. Have you had any since?</p> <p>16 A. No.</p> <p>17 Q. So you had one conversation on this topic</p> <p>18 with the NRC?</p> <p>19 A. Yes.</p> <p>20 Q. All right. Are you aware of any other</p> <p>21 TVA representative having communications with the NRC</p> <p>22 on this topic?</p> <p>23 A. No.</p> <p>24 MR. AYLIFFE: Object to the form. Take</p> <p>25 your time. You can answer.</p>
<p style="text-align: right;">Page 59</p> <p>1 that it wasn't -- closing in escrow, real estate issues</p> <p>2 generally are not things that the NRC's attorneys are</p> <p>3 well versed in. They'd need time to consider it.</p> <p>4 His initial view was that with placing</p> <p>5 the plant in escrow, we might be ceding some quantity</p> <p>6 of equitable title and the way he characterized that</p> <p>7 was some amount of control over the plants to the</p> <p>8 escrow agent, and he was concerned about whether we</p> <p>9 could do that, which I took to mean that he was</p> <p>10 concerned that there was a small iota of control that</p> <p>11 we would cede, that he would necessarily be concerned</p> <p>12 if we were to proceed to closing without having</p> <p>13 obtained the NRC's approval.</p> <p>14 Q. When did this conversation occur?</p> <p>15 A. I don't recall the exact date. It was</p> <p>16 the first part of November.</p> <p>17 Q. Did you keep notes of that conversation?</p> <p>18 A. Yes.</p> <p>19 Q. Do you still have those notes?</p> <p>20 A. Yes.</p> <p>21 Q. Did Mr. Harris in that conversation, ever</p> <p>22 say that the NRC would object to the closing of the</p> <p>23 transaction even though the construction permits had</p> <p>24 not yet been transferred?</p> <p>25 MR. AYLIFFE: Object to the form. Lacks</p>	<p style="text-align: right;">Page 61</p> <p>1 THE WITNESS: No.</p> <p>2 BY MR. O'REAR:</p> <p>3 Q. I may have already asked this, but let me</p> <p>4 ask it this way.</p> <p>5 Did you have any other conversations with</p> <p>6 any representatives of the NRC regarding the license</p> <p>7 transfer issue or the closing of the sale of Bellefonte</p> <p>8 other than that one communication you just described</p> <p>9 with Brian Harris?</p> <p>10 MR. AYLIFFE: Object to the form. You</p> <p>11 can answer.</p> <p>12 THE WITNESS: No.</p> <p>13 MR. O'REAR: I think that's all I have,</p> <p>14 but I'd like to look at my notes and go back on</p> <p>15 the record after a break.</p> <p>16 MR. LEMBKE: Okay.</p> <p>17 THE VIDEOGRAPHER: The time is 3:39.</p> <p>18 We're going off the record.</p> <p>19 (Recess taken.)</p> <p>20 THE VIDEOGRAPHER: Okay. The time is</p> <p>21 3:45. We're back on the record.</p> <p>22 BY MR. O'REAR:</p> <p>23 Q. Did you have any communications with any</p> <p>24 of the TVA board members about the issue of the</p> <p>25 construction permit transfer?</p>

<p style="text-align: right;">Page 62</p> <p>1 MR. AYLIFFE: I'm going to instruct you</p> <p>2 not to answer that question to the extent it calls</p> <p>3 for attorney/client information. If it doesn't,</p> <p>4 you can answer.</p> <p>5 THE WITNESS: I did not communicate</p> <p>6 directly with any members of the TVA board.</p> <p>7 BY MR. O'REAR:</p> <p>8 Q. Well, did you communicate indirectly with</p> <p>9 members of the TVA board?</p> <p>10 MR. AYLIFFE: Same instruction. You may</p> <p>11 answer it if you can.</p> <p>12 THE WITNESS: I don't understand. What</p> <p>13 do you mean by "communicating indirectly"?</p> <p>14 BY MR. O'REAR:</p> <p>15 Q. I don't understand what you meant by "I</p> <p>16 didn't directly have any communications with them".</p> <p>17 A. Well, I didn't -- I didn't have a</p> <p>18 conversation with a TVA board member. I didn't have an</p> <p>19 e-mail or any kind of correspondence with them.</p> <p>20 Q. Okay. Or with the board itself?</p> <p>21 A. Correct.</p> <p>22 Q. Or at a board committee meeting?</p> <p>23 A. Correct. I don't typically communicate</p> <p>24 at board committee meetings.</p> <p>25 Q. All right.</p>	<p style="text-align: right;">Page 64</p> <p>1 A. I don't recall exactly when. It was</p> <p>2 sometime during the summer.</p> <p>3 Q. How did you raise that issue?</p> <p>4 MR. AYLIFFE: So I'm going to instruct</p> <p>5 you not to answer to the extent that calls for</p> <p>6 information protected by the attorney/client</p> <p>7 privilege, but if you can answer without violating</p> <p>8 the privilege, you may answer.</p> <p>9 THE WITNESS: I had a conversation with</p> <p>10 Cliff Beach. I don't think I can communicate</p> <p>11 anything else without violating -- revealing</p> <p>12 attorney/client privileged information.</p> <p>13 MR. O'REAR: Okay. That's all I have.</p> <p>14 MR. AYLIFFE: Nothing further. Read and</p> <p>15 sign.</p> <p>16 THE VIDEOGRAPHER: The time is 3:47.</p> <p>17 This marks the end of this deposition. We're</p> <p>18 going off the record.</p> <p>19 FURTHER THIS DEPONENT SAITH NOT.</p> <p>20 (The deposition concluded at 3:47 p.m.)</p> <p>21</p> <p>22</p> <p>23</p> <p>24</p> <p>25</p>
<p style="text-align: right;">Page 63</p> <p>1 MR. O'REAR: That's all the questions I</p> <p>2 have. I reserve the right to recall the witness</p> <p>3 in the event that objections with respect to</p> <p>4 privilege information were deemed to be not well</p> <p>5 taken.</p> <p>6 MR. AYLIFFE: I just have one question.</p> <p>7 EXAMINATION BY MR. AYLIFFE:</p> <p>8 Q. Mr. Chandler, do you recall during Mr.</p> <p>9 O'Rear's examination he asked you about when it was</p> <p>10 first -- the issue was first raised with regard to the</p> <p>11 legality of the closing and I think you mentioned the</p> <p>12 summer of 2018 in your answer.</p> <p>13 Do you recall that?</p> <p>14 A. Yes.</p> <p>15 Q. Okay. And what issue did you raise?</p> <p>16 A. I raised a concern that closing without</p> <p>17 the NRC's approval would violate the terms of TVA's</p> <p>18 construction permits.</p> <p>19 Q. Any other issue that you raised at that</p> <p>20 time in the summer of 2018?</p> <p>21 A. No.</p> <p>22 MR. AYLIFFE: No further questions.</p> <p>23 EXAMINATION BY MR. O'REAR:</p> <p>24 Q. Again, when was that in the summer of</p> <p>25 2018?</p>	<p style="text-align: right;">Page 65</p> <p>1 C E R T I F I C A T E</p> <p>2 STATE OF TENNESSEE</p> <p>3 COUNTY OF KNOX</p> <p>4 I, Georgette H. Mitchell, Registered</p> <p>5 Professional Reporter, Licensed Court Reporter #55 and</p> <p>6 Notary Public, do hereby certify that I reported in</p> <p>7 machine shorthand the deposition of CHRISTOPHER</p> <p>8 CHANDLER, called as a witness at the instance of the</p> <p>9 Plaintiff, that the said witness was duly sworn by me;</p> <p>10 that the reading and subscribing of the deposition by</p> <p>11 the witness was not waived; that the foregoing pages</p> <p>12 were transcribed under my personal supervision and</p> <p>13 constitute a true and accurate record of the deposition</p> <p>14 of said witness.</p> <p>15 I further certify that I am not an attorney or</p> <p>16 counsel of any of the parties, nor an employee or</p> <p>17 relative of any attorney or counsel connected with the</p> <p>18 action, nor financially interested in the action.</p> <p>19 Witness my hand and seal this the 6th day of</p> <p>20 November, 2019.</p> <p>21</p> <p>22  Georgette H. Mitchell</p> <p>23 Registered Professional</p> <p>24 Reporter, Licensed Court</p> <p>25 Reporter 55, LCR expires</p> <p>6-30-20 and Notary Public</p> <p>My Commission Expires:</p> <p>February 2, 2020</p>

<p style="text-align: right;">Page 66</p> <p>1 To: Matthew H. Lembke, Esq. 2 Re: Signature of Deponent Chris Chandler 3 Date Errata due back at our offices: 12/6/2019 4 5 Greetings: 6 This deposition has been requested for read and sign by the deponent. It is the deponent's responsibility to 7 review the transcript, noting any changes or corrections on the attached PDF Errata. The deponent may fill 8 out the Errata electronically or print and fill out manually. 9 10 Once the Errata is signed by the deponent and notarized, please mail it to the offices of Veritext (below). 11 12 When the signed Errata is returned to us, we will seal and forward to the taking attorney to file with the 13 original transcript. We will also send copies of the Errata to all ordering parties. 14 15 If the signed Errata is not returned within the time above, the original transcript may be filed with the 16 court without the signature of the deponent. 17 18 Please Email the completed errata/witness cert page to readandsign@veritext.com 19 or mail to 20 Veritext Production Facility 21 2031 Shady Crest Drive 22 Hoover, AL 35216 23 205-397-2397 24 25</p>	<p style="text-align: right;">Page 68</p> <p>1 Page ____ Line ____ Change ____ 2 ____ 3 Reason for change ____ 4 Page ____ Line ____ Change ____ 5 ____ 6 Reason for change ____ 7 Page ____ Line ____ Change ____ 8 ____ 9 Reason for change ____ 10 Page ____ Line ____ Change ____ 11 ____ 12 Reason for change ____ 13 Page ____ Line ____ Change ____ 14 ____ 15 Reason for change ____ 16 ____ 17 ____ 18 _____ DEPONENT'S SIGNATURE 19 Sworn to and subscribed before me this ____ day of 20 _____, _____. 21 22 _____ 23 NOTARY PUBLIC / My Commission Expires: _____ 24 25</p>
<p style="text-align: right;">Page 67</p> <p>1 ERRATA for ASSIGNMENT #3531758 2 I, the undersigned, do hereby certify that I have read the transcript of my testimony, and that 3 4 ____ There are no changes noted. 5 ____ The following changes are noted: 6 Pursuant to Civil Procedure, Rule 30. ALA. CODE § 5-30(e) 7 (2017). Rule 30(e) states any changes in form or substance which you desire to make to your testimony shall 8 be entered upon the deposition with a statement of the reasons given for making them. To assist you in making any 9 such corrections, please use the form below. If additional pages are necessary, please furnish same and attach. 10 11 Page ____ Line ____ Change ____ 12 ____ 13 Reason for change ____ 14 Page ____ Line ____ Change ____ 15 ____ 16 Reason for change ____ 17 Page ____ Line ____ Change ____ 18 ____ 19 Reason for change ____ 20 Page ____ Line ____ Change ____ 21 ____ 22 Reason for change ____ 23 Page ____ Line ____ Change ____ 24 25</p>	